

**RESOLUTION OF BOARD OF TRUSTEES  
ADOPTING INTERIM POLICY FOR PROCUREMENT OF STUDIES  
MANDATED IN MARYLAND HEALTH BENEFIT EXCHANGE ACT OF 2011**

WHEREAS, the Maryland Health Benefit Exchange Act of 2011 (hereinafter, “the Exchange Act”), creating the Maryland Health Benefit Exchange (hereinafter, “the Exchange”), was enacted by the Maryland General Assembly on April 6, 2011, and signed into law by the Governor on April 12, 2011;

WHEREAS, the Exchange Act took effect on June 1, 2011;

WHEREAS, Section 5 of the Exchange Act provides that the Exchange shall conduct studies and make recommendations to the General Assembly on certain defined subjects by December 23, 2011;

WHEREAS, the Board of Trustees of the Exchange (hereinafter, “the Board”) has determined that, to conduct the studies and provide the recommendations described in Section 5 of the Exchange Act within the prescribed time, the Exchange must proceed in an expedited fashion to procure assistance in developing and conducting the studies;

WHEREAS, the Exchange Act directs the Board to adopt procurement policies and procedures that (i) promote public confidence in the procurements of the Exchange; (ii) ensure fair and equitable treatment of all persons and entities that participate in the procurement system of the Exchange; (iii) foster appropriate competition and provide safeguards for maintaining a procurement system of quality and integrity; (iv) promote increased economic efficiency and responsibility on the part of the Exchange; (v) achieve the maximum benefit from the purchasing power of the Exchange; and (vi) provide clarity and simplicity in the rules and procedures governing the procurements of the Exchange; and

WHEREAS, the Board expects to adopt a permanent procurement policy for the Exchange at a future meeting;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby adopts the following as the interim policy of the Exchange for procurement of assistance in developing and conducting the studies mandated in Section 5 of the Exchange Act:

## I. SCOPE OF POLICY

This Interim Policy applies only to the procurement of assistance in developing and conducting the studies mandated in Section 5 of the Exchange Act and required to be completed by December 23, 2011.

## II. METHOD OF PROCUREMENT

Any procurement undertaken pursuant to this Interim Policy shall utilize a process of competitive solicitation of sealed proposals, as further set forth below.

## III. DELEGATION OF AUTHORITY TO CHAIR TO ADMINISTER PROCUREMENT PROCESS

A. The Board directs the Chair, by June 27, 2011, (i) to consider the nature of the assistance that the Exchange requires to complete the studies identified in Section 5 of the Exchange Act within the prescribed time, (ii) to identify the criteria that should be used in evaluating proposals from offerors to provide the assistance, and (iii) to submit for Board review and approval, with respect to each mandated study, a document describing the scope of assistance that must be procured and the criteria and process to be used in evaluating proposals from offerors.

B. The Board delegates to the Chair the authority, with respect to each mandated study for which the Board has approved a scope of assistance to be procured, to finalize and publish a request for proposals incorporating the approved scope of assistance. The Chair shall publish each such request for proposals in eMaryland Marketplace and on the website of the Exchange. The Board authorizes the Chair to publish notice of each request for proposals in any other reasonable manner that the Chair determines would promote competition and transparency in the procurement process. The Board further authorizes the Chair to send each request for proposals to any person or organization from whom the Chair believes it would be in the Exchange's best interests to solicit a proposal.

C. The Board authorizes the Chair to set a deadline for response to any request for proposals, provided that the deadline shall be at least 10 calendar days after the first publication of the request for proposals.

D. The Board further authorizes the Chair, after the deadline for response to any request for proposals, to negotiate with any offeror concerning the price and other terms of an offer, provided, however, that the Chair shall treat all offerors fairly in conducting such negotiations.

E. The Chair shall maintain records of all actions taken pursuant to this Interim Policy and of any contacts with an offeror.

#### IV. AWARD OF CONTRACTS

A. After receipt of proposals and any negotiations with offerors, the Chair shall (i) evaluate each proposal under the criteria established by the Board pursuant to paragraph III.A of this Interim Policy, and (ii) make a recommendation to the Board concerning the award of a contract.

B. Contracts will be awarded by vote of the Board to the offeror whose proposal is deemed most advantageous to the Exchange, in accordance with the process and criteria established by the Board pursuant to Paragraph III.A of this Interim Policy.

C. The Chair shall provide notice of the award of any contract to each offeror who submitted a proposal pertaining to the contract.

D. All contracts shall be in writing. The Board delegates to the Chair the authority to approve the form of any contract.

E. The Chair may execute on behalf of the Exchange any written contract awarded in accordance with this Interim Policy.

#### V. BID PROTESTS

A. Any offeror who wishes to protest the award of any contract may do so by written submission to the Chair within 10 calendar days after the date of the award of the contract.

B. A contract may be awarded and executed, and the work of completing the mandated studies may proceed, notwithstanding the submission of any bid protest.

C. The Chair shall ensure that the agenda of the next meeting of the Board occurring at least 10 calendar days after receipt of any bid protest includes discussion of the bid protest.

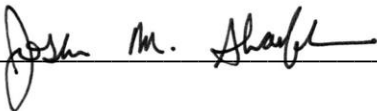
D. The Board is the final decision maker regarding all bid protests.

#### VI. MINORITY BUSINESS ENTERPRISE

All procurements shall comply with Subtitle 3 of Title 14 of the State Finance and Procurement Article. The Chair is authorized to take additional measures, as the Chair

deems appropriate, to encourage the submission of proposals by certified minority business enterprises.

I HEREBY CERTIFY that the foregoing Resolution was adopted on this third day of June, 2011, by the Board of Trustees of the Maryland Health Benefit Exchange.

A handwritten signature in black ink, reading "Josh M. Sharfstein", is written over a horizontal line.

Joshua M. Sharfstein, Chair